

LAW OFFICES

ROSS & HARDIES

A PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS

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December 28, 1987

SUSAN G. LICHTENFELD

Ms. Noreta R. McGee
Secretary
Interstate Commerce Commission
12th Street and Constitution Avenue, N.W.
Washington, D.C. 20423

DEC 29 1987-10 10 AM
INTERSTATE COMMERCE COMMISSION

Date

Fee \$

Dear Ms. McGee:

Enclosed for filing and recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are one true copy (with an executed and notarized affidavit) and two counterpart originals of a Warranty Bill of Sale, dated November 29, 1987, a primary document as defined in the Commission's Rules for the Recordation of Documents.

The name and address of the parties to the enclosed documents are:

Counterpart - Condylarins

Seller: Pullman Leasing Company,
a division of Signal Capital
Corporation
200 S. Michigan Avenue
Chicago, Illinois 60604

Purchaser: Occidental Chemical Corporation
360 Rainbow Blvd. South
Niagara Falls, N.Y. 14303

A description of the railroad equipment covered by the enclosed document is set forth therein.

Also enclosed is a check in the amount of \$10.00 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return two stamped counterpart originals of the enclosed document to the messenger.

Ms. Noreta R. McGee
December 28, 1987
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Following is a short summary of the enclosed document:

Document to be Recorded

Warranty Bill of Sale dated November 29, 1987
from Occidental Chemical Corporation, Seller,
to Pullman Leasing Company, a division of
Signal Capital Corporation, Purchaser,
covering 105 covered quadruple hopper cars.

Very truly yours,


Susan G. Lichtenfeld

SGL:tk
Enclosure

RECORDATION NO. 1 5428

DEC 29 1987 - 10 12 AM

AFFIDAVIT

INTERSTATE COMMERCE COMMISSION

The undersigned hereby certifies that he has compared the attached copy of the Warranty Bill of Sale, dated December 29, 1987, from Occidental Chemical Corporation to Pullman Leasing Company, a division of Signal Capital Corporation, to the original document and has found the attached copy to be complete and identical in all respects to the original document.

PULLMAN LEASING COMPANY,
a division of Signal
Capital Corporation

By: Terrence A. Heidkamp
Its: Vice President

STATE OF ILLINOIS)
) SS.
COUNTY OF C O O K)

On this 28th day of December, before me personally appeared Terrence Heidkamp to me being personally known, who by me duly sworn, says that he is Vice President of Pullman Leasing Company, a division of Signal Capital Corporation, that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Linda M. Hernandez
Notary Public

My Commission expires

June 20, 1990

WARRANTY BILL OF SALE DEC 29 1987-10 10 AM

INTERSTATE COMMERCE COMMISSION

Occidental Chemical Corporation, a New York corporation ("Lessee"), for and in consideration of the payment of Five Million Two Hundred Fifty-Nine Thousand Five Hundred Thirty-Five and Eleven One Hundredths Dollars (\$ 5,259,535.11) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, hereby sells, grants, transfers and delivers to Pullman Leasing Company, a division of Signal Capital Corporation, a Delaware corporation ("Pullman"), all right, title and interest in and to the following equipment:

<u>Description</u>	<u>Reporting Marks</u>
105 Trinity covered quadruple hopper cars	OCPX 70201 through OCPX 70305

to have and to hold said equipment unto itself, its successors and assigns forever.

Lessee hereby warrants that it has legal title to and the good and lawful right to transfer all right, title and interest in and to said equipment, that said equipment and Lessee's right, title and interest thereto are free and clear of any encumbrance, charge or lien whatsoever, except for liens, charges and encumbrances which were created or incurred by Pullman or any person or entity claiming by or through Pullman (collectively, the "Pullman Liens"), and Lessee covenants that it will warrant and defend such title to such equipment against the claims and demands (other than with respect to any of the Pullman Liens) of any and all persons whomsoever.

IN WITNESS WHEREOF, Lessee has caused this Warranty Bill of Sale to be executed in its name by a duly authorized officer as of this 29th day of December, 1987.

OCCIDENTAL CHEMICAL CORPORATION


By



R. B. Casriel

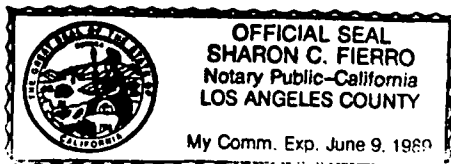
Vice President and Treasurer

[Seal]

Attest: 

STATE OF CALIFORNIA)
) ss.
COUNTY OF LOS ANGELES)

On this 23rd day of December, 1987 before me personally appeared Ronald B. Casriel, to me personally known, who being by me duly sworn, says that he is Vice President and Treasurer of Occidental Chemical Corporation, that the seal affixed to the foregoing Warranty Bill of Sale is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Sharon C. Fierro
Notary Public

My Commission expires 6/9/89

leg-15997